

**IN THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF NORTH CAROLINA  
WESTERN DIVISION**

BRAXTON HOLDER and EDWARD L.  
WEAVER, Derivatively on Behalf of  
ADVANCE AUTO PARTS, INC.,

Plaintiffs,

v.

CARLA J. BAILO, JOHN F. FERRARO,  
JOAN M. HILSON, JEFFREY J. JONES, II,  
EUGENE I. LEE, JR., DOUGLAS A. PERTZ,  
SHERICE R. TORRES, ARTHUR L.  
VALDEZ, JR., NIGEL TRAVIS, THOMAS  
R. GRECO, JEFFREY W. SHEPHERD, AND  
WILLIAM J. PELLICCIOTTI, JR.,

Defendants,

-and-

ADVANCE AUTO PARTS, INC.,

Nominal Defendant.

Case No.: 5:24-cv-00030-D-RJ

**ORDER ON JOINT MOTION TO STAY CONSOLIDATED**

**DERIVATIVE ACTIONS**

Currently pending before the Court is the Parties' Joint Motion to Stay the consolidated Derivative Actions captioned *Holder et al v. Bailo*, Case No. 5:24-cv-00030 (E.D.N.C.) (lead case), *Gervat v. Bailo et al*, Case No. 5:24-cv-00097 (E.D.N.C.), and *Linden v. Advance Auto Parts, Inc. et al*, Case No. 5:24-cv-00118 (E.D.N.C.) until after the Court resolves a forthcoming motion to dismiss in a related case captioned *Suarez v. Advanced Auto Parts, Inc. et al*, Case No. 5:23-cv-00563-D-BM (the "Securities Class Action"). It is hereby ordered that the Parties' motion is GRANTED as follows:

1. All proceedings in the Derivative Actions will be stayed until resolution of defendants' motion to dismiss in the Securities Class Action.

2. Defendants shall promptly notify Plaintiffs of any derivative lawsuits that may be filed that make substantially similar factual allegations as in the Derivative Actions ("Related Derivative Actions"). Defendants shall also promptly notify Plaintiffs of any books and records demands that may be made on the Company that make substantially similar factual allegations as in the Derivative Actions and any litigation demands that Defendants may receive that make substantially similar factual allegations as in the Derivative Actions (together, "Related Demands").

3. In the event any Related Derivative Action is not stayed for the same duration or longer than the stay of the Derivative Actions, Plaintiffs in the existing Derivative Actions can lift the stay by filing a notice with the Court that the stay will be lifted on or after the 14th day from the date the notice is filed.

4. If Defendants enter into a mediation or formal settlement discussions in the Securities Class Action, counsel for Defendants shall provide counsel in the Derivative Actions with reasonable advance notice of said mediation and request to include Plaintiffs in such mediation or formal settlement discussions. In the event that Plaintiffs are not permitted to attend such mediation or formal settlement discussions, Defendants will separately mediate with Plaintiffs within sixty (60) days after the conclusion of the mediation in the Securities Class Action. Defendants shall include Plaintiffs in any formal settlement meetings and any mediations with any plaintiff or Advance Auto Parts shareholder in any Related Derivative Actions or Related Demands.

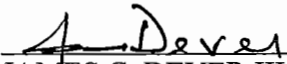
5. In the event that any documents are provided or produced to any plaintiff in a Related Derivative Action or to any purported shareholder making a books and records demand based on allegations involving substantially similar facts and circumstances as those made in the Derivative Actions during or before the stay, by way of Court order or otherwise, Defendants shall promptly produce those same documents to counsel for Plaintiffs in the Derivative Actions, subject to the execution of (a) an appropriate confidentiality agreement or protective order, and (b) an agreement that all documents produced in response to the books and records demand can be used in connection with any motion to dismiss.

6. During the stay, Plaintiffs may file a consolidated complaint, but Defendants need not answer, move, or otherwise respond to any complaint or consolidated complaint filed in the Derivative Actions while the proceedings are stayed.

7. Within fourteen (14) days after the stay is lifted, the Parties shall meet and confer and submit to the Court a proposed scheduling order governing further proceedings in the Derivative Actions. Upon termination of the stay, Defendants shall not move to stay the Derivative Actions in deference to a Related Derivative Action or litigation filed based on a Related Demand.

8. All deadlines, hearings and trial setting will be postponed until after the stay is lifted.

SO ORDERED. This the 10 day of June, 2024.

  
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JAMES C. DEVER III  
United States District Judge